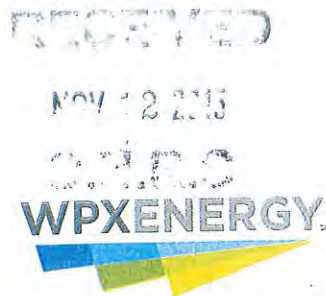


North Segment Wells

- These wells are currently proposed and lessee will have until December 18, 2015 to elect whether or not to participate.
- Select [Lease Sale and Lease Sale Information](#) link for more information.



October 27, 2015

Via Certified Mail RRR

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks
490 North Meridian Road
Kalispell, MN 59901

WPX Energy Williston, LLC
Geoff Pool, Landman
geoff.pool@wpxenergy.com
3500 One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
539-573-6843 (desk)
539-573-1963 (fax)

Re: North Segment 6-5-4HA Well Proposal
Sections 4, 5 and 6, T150N-R91W
McLean County, North Dakota

Gentlemen:

WPX Energy Williston, LLC, ("WPX"), f/k/a Dakota-3 E&P Company, LLC as an owner of an interest in the oil and gas leasehold estate in and under Sections 4, 5 and 6, T150N-R91W, McLean County, North Dakota, hereby submits this proposal for the drilling of the North Segment 6-5-4HA well. Sections 4, 5 and 6 together constitute the designated drilling and spacing unit for the well.

The North Segment 6-5-4HA well has been planned as a horizontal Bakken Pool test with an approximate surface location at 1259' FNL and 497' FWL in the NW/4NW/4 of Section 6, T150N-R91W. After entering the Bakken Pool in the NE/4NW/4 of Section 6, WPX plans to drill horizontally to the East with the terminus of the wellbore located approximately at 550' FNL, and 250' FEL in the NE/4NE/4 of Section 4, T150N-R91W. A survey plat reflecting the above-described well location and path is attached; however the actual location of the surface hole and/or bottom hole may vary from those outlined in this proposal and reflected on the attached plat.

According to the title information now available for these sections, you own 11.697600 net mineral acres (0.620062% Working Interest) in Sections 4, 5 and 6. As set forth in the attached AFE, the estimated dry hole cost for the North Segment 6-5-4HA well is \$3,270,496 with an estimated completion cost of \$4,862,566 for a total estimated completed well cost of \$8,133,062. Please note these estimated costs are subject to change.

Each interest owner has until thirty (30) days from receipt of this proposal to elect whether to participate in the proposed well. If you wish to participate in the drilling operations for the North Segment 6-5-4HA well, please indicate your election to participate or lease your interest in the space provided below and return a copy of this letter to my attention. Please confirm your election to participate, and your support of WPX Energy Williston, LLC as operator of the related spacing unit, by signing and returning the attached AFE and returning a copy to my attention. Upon receipt of an election to participate and signed AFE, WPX will begin invoicing you as well costs are incurred. Your estimated share of the total completed well costs is \$56,514.

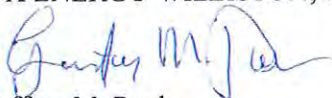
Should you elect not to participate or lease your interest(s) in the proposed operations as outlined herein, please so indicate in the space provided below, and return a copy of this letter to my attention. Please note that in the event any owner offered an opportunity to participate elects not to participate or fails to elect timely in the operations; WPX plans to impose a risk penalty as provided for by North Dakota law, pursuant to N.D.C.C. §38-08-08(3). Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for a hearing with the North Dakota Industrial Commission. Please note, if you have previously executed a Joint Operating Agreement ("JOA") covering Sections 4, 5 and 6, the terms of said JOA will supersede N.D.C.C. §38-08-08(3).

The North Segment 6-5-4HA well currently has an anticipated spud date of January 4, 2016. As such, your timeliest decision regarding participation is appreciated. If you have not previously executed a Joint Operating Agreement covering Sections 4, 5 and 6 and elect to participate in the North Segment 6-5-4HA well, and you wish to receive well data, please submit pre-payment in full for your proportionate share of costs for the attached AFE, along with a current well information data sheet. Please note the North Segment 6-5-4HA well is scheduled to be batch drilled with the North Segment 6-5-4HW, North Segment 6-5-4HB, North Segment 6-5-4Y.

Should you have any questions regarding the above provided information, please do not hesitate to contact the undersigned by phone at (539) 573-6843, or by email at geoff.pool@wpxenergy.com.

Regards,

WPX ENERGY WILLISTON, LLC



Geoffrey M. Pool
Landman, Bakken

Enclosures: (2)

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks

- ____ Elect to participate in the drilling & completion of the North Segment 6-5-4HA Well
____ Elect not to participate in the drilling & completion of the North Segment 6-5-4HA Well
____ Elect to lease your minerals in Sections 4, 5 and 6, T150N-R91W, McLean County, ND:
\$2,000.00/ac bonus; 18.00% royalty; 3 year primary term, with an agreed upon lease form (example provide herein)

By: _____
Title: _____
Date: _____
Email: _____
Phone: _____

3077-WPX ENERGY WILLISTON LLC AFE # (WT42661-62383035), Pending Approval											
Well Name: NORTH SEGMENT 6-5-4HA				Well#: 62383035				Field: VAN HOOK			
Location: NWNW 6-150N-91W				County: MOUNTRAIL				State: ND			
BHL: NENE SEC 4 T150N R91W				SHL: NWNW SEC 6 T150N R91W							
Formation: BAKKEN				Total Depth: 0.0				Days:			
Effective Date: 10/26/2015				Type Code: Development				Desc:			
Budget No: FP1117676-2015 WILLISTON OPERATED				Aries ID:				Pad Name: NORTH SEGMENT			
Operator: WPX ENERGY WILLISTON LLC				Asset Group: WILLISTON				Proj Manager: Jackson, Jim			
AFE Desc: Drill & complete a Middle Bakken well with a TMD of 25,639 feet and lateral length of 15,000 feet in 25.5 days.											
8500		8600		Tangible							
Tubular Goods											
DRL	CMP	Line Item	Feet	Size	Wt.	Grade	Conn	\$/FT	DRILL	COMP	TOTAL
8750		TDC-CONDUCTOR/DRIVE PIPE	80					125	10000	0	10000
8810		TDC-INTERMEDIATE CASING	10503	7"	32#	P-110	LTC	17.6	184852	0	184852
8889		TDC-SURFACE CASING	2000	9-5/8"	36#	N-80	LTC	15.3	30600	0	30600
	8902	TCC-TUBING & ACCESSORIES	10000	2-3/8"	4.7#	N-80	EUE 8RD	4.25	0	42500	42500
	8931	TCC-PRODUCTION LINER		4-1/2"	13.6#	P-110	LTC		0	125459	125459
Other Equipment											
8918		TDC-WELLHEAD EQUIPMENT (DRILLING)						15000		0	15000
	8918	TCC-WELLHEAD EQUIPMENT (COMPLETION)						0	26985		26985
8510	8610	Offset Well Tangible									
Offset Well - Tangible								240452	194944		435396
Total Tangible Costs											
8300	8400	Intangible									
Drilling Costs											
DRL	CMP	Line Item							DRILL	COMP	TOTAL
8212		IDC-LUBRICANT AND FUEL EXPENSES						220500		0	220500
8740		IDC-RIG MOB/DEMOLIZATION						82500		0	82500
8760		IDC-RIG DAYWORK (DRILLING RIG)						446250		0	446250
8862		IDC-RAT/MOUSE HOLE						8000		0	8000
8868		IDC- RENTAL EQUIP DOWNHOLE (DRILLING)						38250		0	38250
8869		IDC-RENTAL EQUIPMENT SURFACE (DRILLING)						267750		0	267750
Cementing											
8400		IDC-SURFACE CEMENTING MATERIALS						7393		0	7393
8781		IDC-CENTRALIZERS & FLOAT EQUIP						5000		0	5000
8811		IDC=INTERMEDIATE CEMENTING - MATERIAL						15733		0	15733
8891		IDC-SURFACE CEMENTING SERVICE						5000		0	5000
8949		IDC-INTERMEDIATE CEMENTING - SERVICES						7500		0	7500
	8781	ICC-CENTRALIZERS & FLOAT EQUIP						0	13451		13451
	8857	ICC-PRODUCTION CASING CEMENTING						0	29967		29967
Formation Treatment											
	8212	ICC-LUBRICANT AND FUEL EXPENSES						0	115000		115000
	8402	ICC-STIMULATION MATERIALS (MATERIALS)						0	79524		79524
	8403	ICC-FRAC WATER (MATERIALS)						0	9300		9300
	8708	ICC-STIMULATION SERVICES						0	1600000		1600000
	8787	ICC-FRAC WATER SERVICE/COMPLETION						0	150000		150000
	8869	ICC-RENTAL EQUIP SURFACE (COMPLETIONS)						0	181485		181485
	8870	ICC-TANK RENTAL (COMPLETION)						0	52600		52600
	8911	ICC-WATER HAULING & DISPOSAL						0	267835		267835
Special Services											
8070		IDC-TELECOMM SERVICES						19125		0	19125
8718		IDC-BHA & TUBULAR INSPECTION						25000		0	25000
8734		IDC-CASING CREWS						51000		0	51000
8742		IDC-TRUCKING & HAULING (DRILLING)						40000		0	40000
8743		IDC-WELLHEAD SERVICES (DRILLING)						12000		0	12000
8757		IDC-DIRECTIONAL EQUIPMENT SERVICES						215368		0	215368
8774		IDC-FACILITIES LABOR (DRILLING)						40000		0	40000
8783		IDC-FLUID & CUTTING DISPOSAL						100000		0	100000
8823		IDC-LIVING FACILITIES & SANITATION						24225		0	24225
8885		IDC-SLIDS CNTL EQUIP & INSTALL						86700		0	86700
8911		IDC-WATER HAULING (DRILLING)						40000		0	40000
	8299	ICC-FRAC WATER HAULING						0	300000		300000
	8703	ICC-HOT OIL UNIT/TANK HEATNG						0	45000		45000
	8718	ICC-BHA & TUBULAR INSPECTION						0	0		0
	8728	ICC-COIL TUBING & SNUBBING						0	150000		150000
	8733	ICC-CASED HOLE LOGGING SERVICES						0	14285		14285
	8734	ICC-CASING CREWS						0	48875		48875
	8735	ICC-COMPLETION RIG SERVICES						0	50600		50600
	8738	ICC-PERFORATING SERVICES						0	269600		269600
	8740	ICC-RIG MOBIL/DEMOLILZATN						0	10000		10000
	8742	ICC-TRUCKING & HAULING (COMPLETION)						0	45000		45000
	8743	ICC-WELLHEAD SERVICES (COMPLETION)						0	17750		17750
	8774	ICC- FACILITIES LABOR						0	100000		100000
	8823	ICC-LIVING FACILITIES & SANITATION						0	5662		5662
	8843	ICC-FLOWBACK SERVICE						0	126800		126800
	8868	ICC-RENTAL EQUIPMENT - DOWNHOLE						0	40000		40000
Materials											
8216		IDC-MISC MATERIALS & SUPPLIES (DRILLING)						15000		0	15000
8732		IDC-BITS						105000		0	105000
8758		IDC-DRILL FLUIDS CHEMICALS						100000		0	100000
8910		IDC-WATER						20000		0	20000

8846	ICC-PACKERS & PLUGS	0	248016	248016
8910	ICC-WATER	0	378557	378557
Access Location and Cleanup				
8252	IDC-CULTURAL/PALEO - SERVICES	70000	0	70000
8631	IDC-TRIBAL WELL FEES	100000	0	100000
8730	IDC-ACCESS/LOC CONSTRUCTION SERVICE	80000	0	80000
8772	IDC-ENVIRONMENTAL MITIGATION	30000	0	30000
8791	IDC-PERMITS, SURVEYS, MAPPING	40000	0	40000
8875	IDC-ACCESS LOCATION CONSTRUCTION MATERIALS	5000	0	5000
8877	IDC-ROW USE AGREEMENT	25000	0	25000
8899	IDC-DRILLING TITLE OPINION-ABSTRACT	30000	0	30000
8240	ICC-RECLAMATION/RESEEDING - MATERIALS	0	1667	1667
8260	ICC-RECLAMATION/RESEEDING - SERVICES	0	10000	10000
8730	ICC-ACCESS & LOCATION (COMPLETION)	0	20000	20000
8875	ICC-ACCESS LOCATION CONSTRUCTION MATERIALS	0	30000	30000
Contract Supervision/Contract Professional Services etc.				
8753	IDC-CONTRACT GEOLOGY	35000	0	35000
8790	IDC-CONTINGENCY	350000	0	350000
8917	IDC-WELLSITE SUPERVISION (DRILLING)	267750	0	267750
8790	ICC-CONTINGENCY	0	120000	120000
8917	ICC-WELLSITE SUPERVISION	0	136650	136650
8310	8410	Offset Well Intangible		
Offset Well Intangible				
Total Intangible Costs		3030044	4667624	7697668
Well Connect				
8211	FITTINGS/PIPES/ETC-NON PROCESS RELATED	0	85000	85000
8221	LACT CONNECTION - MATERIALS	0	833	833
8242	ELECTRICAL/AUTOMATION MATERIALS	0	100000	100000
8272	ELECTRICAL/AUTOMATION LABOR	0	125000	125000
8274	HEAT TRACE LABOR	0	10000	10000
8277	HEAT TRACE MATERIALS	0	30000	30000
8278	WATER PUMPS	0	80000	80000
8279	TELEMETRY RADIO/FIBER MATERIALS	0	5667	5667
8284	AUTOMATION BUILDING	0	26667	26667
8312	TANK BATTERY INSTALL AND CONSTRUCTION	0	115000	115000
8396	TELEMETRY RADIO/FIBER LABOR	0	3000	3000
8397	CONTAINMENT AND LINERS	0	10000	10000
8730	ACCESS AND LOCATION EXPENSES	0	2500	2500
8782	FLOW LINES/PIPELINE TIE IN	0	15000	15000
8856	PRODUCTION EQUIPMENT	0	150000	150000
8875	ACCESS LOCATION CONSTRUCTION MATERIALS	0	2500	2500
8893	PRODUCTION STORAGE TANKS	0	115000	115000
8960	ELECTRICAL-OVERHEAD POWER LABOR	0	40000	40000
8961	ELECTRICAL-OVERHEAD POWER MATERIALS	0	40000	40000
8967	PRODUCTION EQUIPMENT - NON CONTROLLABLE	0	25000	25000
Total Well Connect Costs		0	981167	981167
Total Cost		3270496	5843735	9114231
Working Interest				
Working Interest Owner			Decimal	Cost Share
WPX ENERGY WILLISTON LLC			0.62352374	5682939
OUTSIDE PARTIES			0.37647626	3431292
Totals			1.00000000	9114231
Approvers				
Date:	10/26/2015	Prepared By:	Therese Smith	
Date:			Jim Jackson	
Date:			Thomas Hellman	
Date:			Brian Wold	
Date:			Clay Gaspar	
Date:		Partners Approval:		
Estimated costs only - Each participating Owner to pay proportionate share of Actual Well Costs				

October 27, 2015



Via Certified Mail RRR

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks
490 North Meridian Road
Kalispell, MN 59901

WPX Energy Williston, LLC
Geoff Pool, Landman
geoff.pool@wpxenergy.com
3500 One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
539-573-6843 (desk)
539-573-1963 (fax)

Re: North Segment 6-5-4HB Well Proposal
Sections 4, 5 and 6, T150N-R91W
McLean County, North Dakota

Gentlemen:

WPX Energy Williston, LLC, ("WPX"), f/k/a Dakota-3 E&P Company, LLC as an owner of an interest in the oil and gas leasehold estate in and under Sections 4, 5 and 6, T150N-R91W, McLean County, North Dakota, hereby submits this proposal for the drilling of the North Segment 6-5-4HB well. Sections 4, 5 and 6 together constitute the designated drilling and spacing unit for the well.

The North Segment 6-5-4HB well has been planned as a horizontal Bakken Pool test with an approximate surface location at 1356' FNL and 522' FWL in the NW/4NW/4 of Section 6, T150N-R91W. After entering the Bakken Pool in the SE/4NW/4 of Section 6, WPX plans to drill horizontally to the East with the terminus of the wellbore located approximately at 1936' FNL, and 250' FEL in the NE/4NE/4 of Section 4, T150N-R91W. A survey plat reflecting the above-described well location and path is attached; however the actual location of the surface hole and/or bottom hole may vary from those outlined in this proposal and reflected on the attached plat.

According to the title information now available for these sections, you own 11.697600 net mineral acres (0.620062% Working Interest) in Sections 4, 5 and 6. As set forth in the attached AFE, the estimated dry hole cost for the North Segment 6-5-4HB well is \$3,270,452 with an estimated completion cost of \$103,6634,862,568 for a total estimated completed well cost of \$8,133,020. Please note these estimated costs are subject to change.

Each interest owner has until thirty (30) days from receipt of this proposal to elect whether to participate in the proposed well. If you wish to participate in the drilling operations for the North Segment 6-5-4HB well, please indicate your election to participate or lease your interest in the space provided below and return a copy of this letter to my attention. Please confirm your election to participate, and your support of WPX Energy Williston, LLC as operator of the related spacing unit, by signing and returning the attached AFE and returning a copy to my attention. Upon receipt of an election to participate and signed AFE, WPX will begin invoicing you as well costs are incurred. Your estimated share of the total completed well costs is \$56,514.

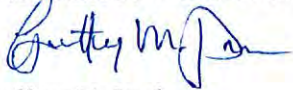
Should you elect not to participate or lease your interest(s) in the proposed operations as outlined herein, please so indicate in the space provided below, and return a copy of this letter to my attention. Please note that in the event any owner offered an opportunity to participate elects not to participate or fails to elect timely in the operations; WPX plans to impose a risk penalty as provided for by North Dakota law, pursuant to N.D.C.C. §38-08-08(3). Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for a hearing with the North Dakota Industrial Commission. Please note, if you have previously executed a Joint Operating Agreement ("JOA") covering Sections 4, 5 and 6, the terms of said JOA will supersede N.D.C.C. §38-08-08(3).

The North Segment 6-5-4HB well currently has an anticipated spud date of January 4, 2016. As such, your timeliest decision regarding participation is appreciated. If you have not previously executed a Joint Operating Agreement covering Sections 4, 5 and 6 and elect to participate in the North Segment 6-5-4HB well, and you wish to receive well data, please submit pre-payment in full for your proportionate share of costs for the attached AFE, along with a current well information data sheet. Please note the North Segment 6-5-4HB well is scheduled to be batch drilled with the North Segment 6-5-4HA, North Segment 6-5-4HW, North Segment 6-5-4Y.

Should you have any questions regarding the above provided information, please do not hesitate to contact the undersigned by phone at (539) 573-6843, or by email at geoff.pool@wpxenergy.com.

Regards,

WPX ENERGY WILLISTON, LLC



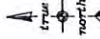
Geoffrey M. Pool
Landman, Bakken

Enclosures: (2)

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks

- ☐ Elect to participate in the drilling & completion of the North Segment 6-5-4HB Well
- ☐ Elect not to participate in the drilling & completion of the North Segment 6-5-4HB Well
- ☐ Elect to lease your minerals in Sections 4, 5 and 6, T150N-R91W, McLean County, ND:
\$2,000.00/ac bonus; 18.00% royalty; 3 year primary term, with an agreed upon lease form (example provide herein)

By: _____
Title: _____
Date: _____
Email: _____
Phone: _____

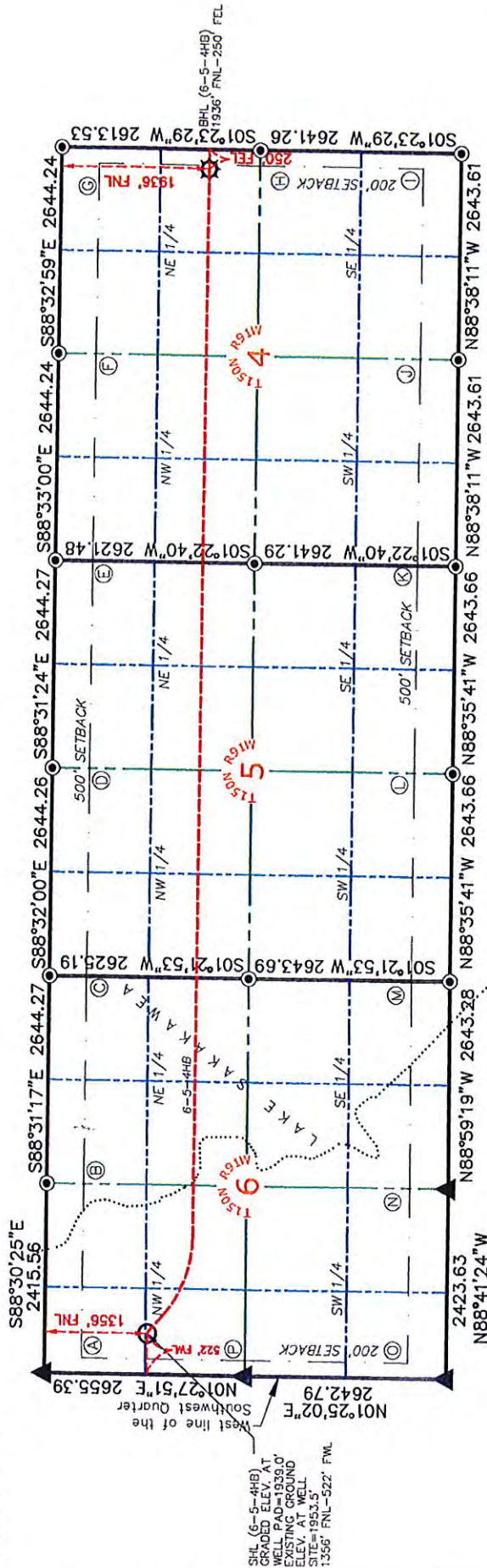


LEGEND

- Found Monument
- Calculated Corner
- Bottom Hole Location
- Surface Hole Location

Geographic NAD 83			
Deg. Min. Decimal Seconds		Decimal Degrees	
Latitude	Longitude	Latitude	Longitude
6-5-4HB (SHL)	47°50'38.43"	102°23'00.92"	102.383589°
6-5-4HB (BHL)	47°50'32.48"	102°19'23.01"	102.323057°

Footage	
1356' FNL	522' FNL
1936' FNL	250' FEL



I, Kurt M. Kisch, Professional Land Surveyor, North Dakota RLS# 4597 hereby certify that I and or personnel under my direct supervision made a survey on the 11th day of April, 2013 for the **Surface Hole Location** and Elevation of WPX ENERGY WILLISTON, LLC, Pad North Segment 6-5-4HB being located within the SW 1/4 of the NW 1/4, of Section 1, Township 150 North, Range 91 West, all being of the 5th P.M., Mountair County, North Dakota and the **Bottom Hole Location** being located within the SE 1/4 of the NE 1/4 of Section 4, Township 150 North, Range 91 West, all being of the 5th P.M., McLean County, North Dakota.

Notes:

- All bearings shown hereon are based on the west line of the Southwest Quarter of Section 6, Township 150N, Range 91W, having a bearing of N01°25'02"E using GPS observations, occupying a CMI control point and having the location and elevation derived from an OPUS Solution. Bearings are referenced to the North Dakota State Plane North Zone Coordinate System.
- Vertical Datum used is of NAVD 88.
- The OPUS Solution control point used is located 3488.44 feet on a bearing of N89°28'20"E from the West 1/4 Corner of Section 7, Township 150N, Range 91W.
- Distances shown hereon are ground distances using a combined scale factor of 1.000143341.



[Signature]
Kurt M. Kisch Registered Land Surveyor
Registration No. 4597
State of North Dakota



600 South 2nd Street, Suite 105
Bismarck, ND 58504
www.carlsonmccain.com

PAD LOCATION

THE W 1/2 OF THE NW 1/4 OF
SECTION 6, TOWNSHIP 150N, RANGE 91W,
MCLEAN COUNTY, NORTH DAKOTA

JOB NO: 3816 DATE: 7/22/13
REVISIONS: 7/25/13, 2/20/14, 11/14/14,
11/19/14

**WELL LOCATION PLAT
NORTH SEGMENT 6-5-4HB
~ WPX ENERGY WILLISTON, LLC ~**

3077-WPX ENERGY WILLISTON LLC AFE # (WT42662-62383039), Pending Approval											
Well Name: NORTH SEGMENT 6-5-4HB					Well#: 62383039			Field: VAN HOOK			
Location: NWNW 6-150N-91W					County: MOUNTRAIL			State: ND			
BHL: SENE SEC 4 T150N R91W					SHL: NWNW SEC 6 T150N R91W						
Formation: BAKKEN					Total Depth: 0.0			Days:			
Effective Date: 10/26/2015					Type Code: Development			Desc:			
Budget No: FP1117676-2015 WILLISTON OPERATED					Aries ID:			Pad Name: NORTH SEGMENT			
Operator: WPX ENERGY WILLISTON LLC					Asset Group: WILLISTON			Proj Manager: Jackson, Jim			
AFE Desc: Drill & complete a Middle Bakken well with a TMD of 25,638 feet and lateral length of 15,000 feet in 25.5 days.											
8500	8600	Tangible									
Tubular Goods											
DRL	CMP	Line Item	Feet	Size	Wt	Grade	Conn	\$/FT	DRILL	COMP	TOTAL
8750		TDC-CONDUCTOR/DRIVE PIPE	80'					125	10000	0	10000
8810		TDC-INTERMEDIATE CASING	10501	7"	32#	P-110	LTC	17.6	184817	0	184817
8889		TDC-SURFACE CASING	2000	9-5/8"	36#	N-80	LTC	15.3	30600	0	30600
	8902	TCC-TUBING & ACCESSORIES	10000	2-3/8"	4.7#	N-80	EUE 8RD	4.25	0	42500	42500
	8931	TCC-PRODUCTION LINER		4-1/2"	13.6#	P-110	LTC		0	125459	125459
Other Equipment											
8918		TDC-WELLHEAD EQUIPMENT (DRILLING)						15000	0	15000	
	8918	TCC-WELLHEAD EQUIPMENT (COMPLETION)						0	26985	26985	
8510	8610	Offset Well Tangible									
Offset Well - Tangible											
Total Tangible Costs								240417	194944	435361	
8300	8400	Intangible									
Drilling Costs											
DRL	CMP	Line Item							DRILL	COMP	TOTAL
8212		IDC-LUBRICANT AND FUEL EXPENSES						220500	0	220500	
8740		IDC-RIG MOB/DEMOBILIZATION						82500	0	82500	
8760		IDC-RIG DAYWORK (DRILLING RIG)						446250	0	446250	
8862		IDC-RAT/MOUSE HOLE						8000	0	8000	
8868		IDC- RENTAL EQUIP DOWNHOLE (DRILLING)						38250	0	38250	
8869		IDC-RENTAL EQUIPMENT SURFACE (DRILLING)						267750	0	267750	
Cementing											
8400		IDC-SURFACE CEMENTING MATERIALS						7393	0	7393	
8781		IDC-CENTRALIZERS & FLOAT EQUIP						5000	0	5000	
8811		IDC=INTERMEDIATE CEMENTING - MATERIAL						15733	0	15733	
8891		IDC-SURFACE CEMENTING SERVICE						5000	0	5000	
8949		IDC-INTERMEDIATE CEMENTING - SERVICES						7500	0	7500	
	8781	ICC-CENTRALIZERS & FLOAT EQUIP						0	13451	13451	
	8857	ICC-PRODUCTION CASING CEMENTING						0	29967	29967	
Formation Treatment											
	8212	ICC-LUBRICANT AND FUEL EXPENSES						0	115000	115000	
	8402	ICC-STIMULATION MATERIALS (MATERIALS)						0	79524	79524	
	8403	ICC-FRAC WATER (MATERIALS)						0	9300	9300	
	8708	ICC-STIMULATION SERVICES						0	1600000	1600000	
	8787	ICC-FRAC WATER SERVICE/COMPLETION						0	150000	150000	
	8869	ICC-RENTAL EQUIP SURFACE (COMPLETIONS)						0	181485	181485	
	8870	ICC-TANK RENTAL (COMPLETION)						0	52600	52600	
	8911	ICC-WATER HAULING & DISPOSAL						0	267835	267835	
Special Services											
8070		IDC-TELECOMM SERVICES						19125	0	19125	
8718		IDC-BHA & TUBULAR INSPECTION						25000	0	25000	
8734		IDC-CASING CREWS						51000	0	51000	
8742		IDC-TRUCKING & HAULING (DRILLING)						40000	0	40000	
8743		IDC-WELLHEAD SERVICES (DRILLING)						12000	0	12000	
8757		IDC-DIRECTIONAL EQUIPMENT SERVICES						215359	0	215359	
8774		IDC-FACILITIES LABOR (DRILLING)						40000	0	40000	
8783		IDC-FLUID & CUTTING DISPOSAL						100000	0	100000	
8823		IDC-LIVING FACILITIES & SANITATION						24225	0	24225	
8885		IDC-SLIDS CNTL EQUIP & INSTALL						86700	0	86700	
8911		IDC-WATER HAULING (DRILLING)						40000	0	40000	
	8299	ICC-FRAC WATER HAULING						0	300000	300000	
	8703	ICC-HOT OIL UNIT/TANK HEATNG						0	45000	45000	
	8718	ICC-BHA & TUBULAR INSPECTION						0	0	0	
	8728	ICC-COIL TUBING & SNUBBING						0	150000	150000	
	8733	ICC-CASED HOLE LOGGING SERVICES						0	14285	14285	
	8734	ICC-CASING CREWS						0	48875	48875	
	8735	ICC-COMPLETION RIG SERVICES						0	50600	50600	
	8738	ICC-PERFORATING SERVICES						0	269600	269600	
	8740	ICC-RIG MOBIL/DEMOBILZATN						0	10000	10000	
	8742	ICC-TRUCKING & HAULING (COMPLETION)						0	45000	45000	
	8743	ICC-WELLHEAD SERVICES (COMPLETION)						0	17750	17750	
	8774	ICC- FACILITIES LABOR						0	100000	100000	
	8823	ICC-LIVING FACILITIES & SANITATION						0	5662	5662	
	8843	ICC-FLOWBACK SERVICE						0	126800	126800	
	8868	ICC-RENTAL EQUIPMENT - DOWNHOLE						0	40000	40000	
Materials											
8216		IDC-MISC MATERIALS & SUPPLIES (DRILLING)						15000	0	15000	
8732		IDC-BITS						105000	0	105000	
8758		IDC-DRILL FLUIDS CHEMICALS						100000	0	100000	

8910	IDC-WATER	20000	0	20000
8846	ICC-PACKERS & PLUGS	0	248016	248016
8910	ICC-WATER	0	378557	378557
Access Location and Cleanup				
8252	IDC-CULTURAL/PALEO - SERVICES	70000	0	70000
8631	IDC-TRIBAL WELL FEES	100000	0	100000
8730	IDC-ACCESS/LOC CONSTRUCTION SERVICE	80000	0	80000
8772	IDC-ENVIRONMENTAL MITIGATION	30000	0	30000
8791	IDC-PERMITS, SURVEYS, MAPPING	40000	0	40000
8875	IDC-ACCESS LOCATION CONSTRUCTION MATERIALS	5000	0	5000
8877	IDC-ROW USE AGREEMENT	25000	0	25000
8899	IDC-DRILLING TITLE OPINION-ABSTRACT	30000	0	30000
8240	ICC-RECLAMATION/RESEEDING - MATERIALS	0	1667	1667
8260	ICC-RECLAMATION/RESEEDING - SERVICES	0	10000	10000
8730	ICC-ACCESS & LOCATION (COMPLETION)	0	20000	20000
8875	ICC-ACCESS LOCATION CONSTRUCTION MATERIALS	0	30000	30000
Contract Supervision/Contract Professional Services etc.				
8753	IDC-CONTRACT GEOLOGY	35000	0	35000
8790	IDC-CONTINGENCY	350000	0	350000
8917	IDC-WELLSITE SUPERVISION (DRILLING)	267750	0	267750
8790	ICC-CONTINGENCY	0	120000	120000
8917	ICC-WELLSITE SUPERVISION	0	136650	136650
8310	8410	Offset Well Intangible		
Offset Well Intangible				
Total Intangible Costs		3030035	4667624	7697659
Well Connect				
8211	FITTINGS/PIPES/ETC-NON PROCESS RELATED	0	85000	85000
8221	LACT CONNECTION - MATERIALS	0	833	833
8242	ELECTRICAL/AUTOMATION MATERIALS	0	100000	100000
8272	ELECTRICAL/AUTOMATION LABOR	0	125000	125000
8274	HEAT TRACE LABOR	0	10000	10000
8277	HEAT TRACE MATERIALS	0	30000	30000
8278	WATER PUMPS	0	80000	80000
8279	TELEMETRY RADIO/FIBER MATERIALS	0	5667	5667
8284	AUTOMATION BUILDING	0	26667	26667
8312	TANK BATTERY INSTALL AND CONSTRUCTION	0	115000	115000
8396	TELEMETRY RADIO/FIBER LABOR	0	3000	3000
8397	CONTAINMENT AND LINERS	0	10000	10000
8730	ACCESS AND LOCATION EXPENSES	0	2500	2500
8782	FLOW LINES/PIPELINE TIE IN	0	15000	15000
8856	PRODUCTION EQUIPMENT	0	150000	150000
8875	ACCESS LOCATION CONSTRUCTION MATERIALS	0	2500	2500
8893	PRODUCTION STORAGE TANKS	0	115000	115000
8960	ELECTRICAL-OVERHEAD POWER LABOR	0	40000	40000
8961	ELECTRICAL-OVERHEAD POWER MATERIALS	0	40000	40000
8967	PRODUCTION EQUIPMENT - NON CONTROLLABLE	0	25000	25000
Total Well Connect Costs		0	981167	981167
Total Cost		3270452	5843735	9114187
Working Interest				
Working Interest Owner			Decimal	Cost Share
WPX ENERGY WILLISTON LLC			0.62352374	5682912
OUTSIDE PARTIES			0.37647626	3431275
Totals			1.00000000	9114187
Approvers				
Date:	10/26/2015	Prepared By:	Therese Smith	
Date:			Jim Jackson	
Date:			Thomas Hellman	
Date:			Brian Wold	
Date:			Clay Gaspar	
Date:		Partners Approval:		
Estimated costs only - Each participating Owner to pay proportionate share of Actual Well Costs				



October 27, 2015

Via Certified Mail RRR

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks
490 North Meridian Road
Kalispell, MN 59901

WPX Energy Williston, LLC
Geoff Pool, Landman
geoff.pool@wpxenergy.com
3500 One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
539-573-6843 (desk)
539-573-1963 (fax)

Re: North Segment 6-5-4HW Well Proposal
Sections 4, 5 and 6, T150N-R91W
McLean County, North Dakota

Gentlemen:

WPX Energy Williston, LLC, ("WPX"), f/k/a Dakota-3 E&P Company, LLC as an owner of an interest in the oil and gas leasehold estate in and under Sections 4, 5 and 6, T150N-R91W, McLean County, North Dakota, hereby submits this proposal for the drilling of the North Segment 6-5-4HW well. Sections 4, 5 and 6 together constitute the designated drilling and spacing unit for the well.

The North Segment 6-5-4HW well has been planned as a horizontal Three Forks Pool test with an approximate surface location at 1308' FNL and 510' FWL in the NW/4NW/4 of Section 6, T150N-R91W. After entering the Three Forks Pool in the NE/4NW/4 of Section 6, WPX plans to drill horizontally to the East with the terminus of the wellbore located approximately at 1243' FNL, and 250' FEL in the NE/4NE/4 of Section 4, T150N-R91W. A survey plat reflecting the above-described well location and path is attached; however the actual location of the surface hole and/or bottom hole may vary from those outlined in this proposal and reflected on the attached plat.

According to the title information now available for these sections, you own 11.697600 net mineral acres (0.620062% Working Interest) in Sections 4, 5 and 6. As set forth in the attached AFE, the estimated dry hole cost for the North Segment 6-5-4HW well is \$3,271,024 with an estimated completion cost of \$4,862,568 for a total estimated completed well cost of \$8,133,592. Please note these estimated costs are subject to change.

Each interest owner has until thirty (30) days from receipt of this proposal to elect whether to participate in the proposed well. If you wish to participate in the drilling operations for the North Segment 6-5-4HW well, please indicate your election to participate or lease your interest in the space provided below and return a copy of this letter to my attention. Please confirm your election to participate, and your support of WPX Energy Williston, LLC as operator of the related spacing unit, by signing and returning the attached AFE and returning a copy to my attention. Upon receipt of an election to participate and signed AFE, WPX will begin invoicing you as well costs are incurred. Your estimated share of the total completed well costs is \$56,517.

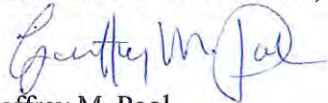
Should you elect not to participate or lease your interest(s) in the proposed operations as outlined herein, please so indicate in the space provided below, and return a copy of this letter to my attention. Please note that in the event any owner offered an opportunity to participate elects not to participate or fails to elect timely in the operations; WPX plans to impose a risk penalty as provided for by North Dakota law, pursuant to N.D.C.C. §38-08-08(3). Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for a hearing with the North Dakota Industrial Commission. Please note, if you have previously executed a Joint Operating Agreement ("JOA") covering Sections 4, 5 and 6, the terms of said JOA will supersede N.D.C.C. §38-08-08(3).

The North Segment 6-5-4HW well currently has an anticipated spud date of January 4, 2016. As such, your timeliest decision regarding participation is appreciated. If you have not previously executed a Joint Operating Agreement covering Sections 4, 5 and 6 and elect to participate in the North Segment 6-5-4HW well, and you wish to receive well data, please submit pre-payment in full for your proportionate share of costs for the attached AFE, along with a current well information data sheet. Please note the North Segment 6-5-4HW well is scheduled to be batch drilled with the North Segment 6-5-4HA, North Segment 6-5-4HB, North Segment 6-5-4HY.

Should you have any questions regarding the above provided information, please do not hesitate to contact the undersigned by phone at (539) 573-6843, or by email at geoff.pool@wpxenergy.com.

Regards,

WPX ENERGY WILLISTON, LLC



Geoffrey M. Pool
Landman, Bakken

Enclosures: (2)

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks

- ☐ Elect to participate in the drilling & completion of the North Segment 6-5-4HW Well
- ☐ Elect not to participate in the drilling & completion of the North Segment 6-5-4HW Well
- ☐ Elect to lease your minerals in Sections 4, 5 and 6, T150N-R91W, McLean County, ND:
\$2,000.00/ac bonus; 18.00% royalty; 3 year primary term, with an agreed upon lease form (example provide herein)

By: _____
Title: _____
Date: _____
Email: _____
Phone: _____



PAD LOCATION	THE W 1/2 OF THE NW 1/4 OF SECTION 6, TOWNSHIP 150N, RANGE 91W, MCLEAN COUNTY, NORTH DAKOTA	JOB NO: 3816	DATE: 7/22/13	REVISONS: 7/25/13, 2/20/14, 11/14/14, 11/19/14
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SHEET 5 of 19

2. Vertical Datum used is of NAVD 88.
3. The OPUS Solution control point used is located 3488.44 feet on a bearing of N89°28'20"E from the West 1/4 Corner of Section 7, Township 150N, Range 91W.
4. Distances shown hereon are ground distances using a combined scale factor of 1.000143341.

3077-WPX ENERGY WILLISTON LLC AFE # (WT42663-62383043), Pending Approval											
Well Name: NORTH SEGMENT 6-5-4HW						Well#: 62383043			Field: VAN HOOK		
Location: NWNW 6-150N-91W						County: MOUNTRAIL			State: ND		
BHL: NENE SEC 4 T150N R91W						SHL: NWNW SEC 6 T150N R91W					
Formation: THREE FORKS						Total Depth: 0.0			Days:		
Effective Date: 10/26/2015						Type Code: Development			Desc:		
Budget No: FP1117676-2015 WILLISTON OPERATED						Aries ID:			Pad Name: NORTH SEGMENT		
Operator: WPX ENERGY WILLISTON LLC						Asset Group: WILLISTON			Proj Manager: Jackson, Jim		
AFE		Drill & complete a 1st bench Three Forks well with a TMD of 25,660 feet and lateral length of 15,000 feet in 25.5									
Desc:		days.									
8500	8600	Tangible									
Tubular Goods											
DRL	CMP	Line Item	Feet	Size	Wt.	Grade	Conn	\$/FT	DRILL	COMP	TOTAL
8750		TDC-CONDUCTOR/DRIVE PIPE	80					125	10000	0	10000
8810		TDC-INTERMEDIATE CASING	10523	7"	32#	P-110	LTC	17.6	185204	0	185204
8889		TDC-SURFACE CASING	2000	9-5/8"	36#	N-80	LTC	15.3	30600	0	30600
	8902	TCC-TUBING & ACCESSORIES	10000	2-3/8"	4.7#	N-80	EUE 8RD	4.25	0	42500	42500
	8931	TCC-PRODUCTION LINER		4-1/2"	13.6#	P-110	LTC		0	125459	125459
Other Equipment											
8918		TDC-WELLHEAD EQUIPMENT (DRILLING)						15000		0	15000
	8918	TCC-WELLHEAD EQUIPMENT (COMPLETION)						0		26985	26985
8510	8610	Offset Well Tangible									
Offset Well - Tangible											
Total Tangible Costs								240804	194944		435748
8300	8400	Intangible									
Drilling Costs											
DRL	CMP	Line Item							DRILL	COMP	TOTAL
8212		IDC-LUBRICANT AND FUEL EXPENSES						220500		0	220500
8740		IDC-RIG MOB/DEMOBILIZATION						82500		0	82500
8760		IDC-RIG DAYWORK (DRILLING RIG)						446250		0	446250
8862		IDC-RAT/MOUSE HOLE						8000		0	8000
8868		IDC- RENTAL EQUIP DOWNHOLE (DRILLING)						38250		0	38250
8869		IDC-RENTAL EQUIPMENT SURFACE (DRILLING)						267750		0	267750
Cementing											
8400		IDC-SURFACE CEMENTING MATERIALS						7393		0	7393
8781		IDC-CENTRALIZERS & FLOAT EQUIP						5000		0	5000
8811		IDC=INTERMEDIATE CEMENTING - MATERIAL						15733		0	15733
8891		IDC-SURFACE CEMENTING SERVICE						5000		0	5000
8949		IDC-INTERMEDIATE CEMENTING - SERVICES						7500		0	7500
	8781	ICC-CENTRALIZERS & FLOAT EQUIP						0		13451	13451
	8857	ICC-PRODUCTION CASING CEMENTING						0		29967	29967
Formation Treatment											
	8212	ICC-LUBRICANT AND FUEL EXPENSES						0		115000	115000
	8402	ICC-STIMULATION MATERIALS (MATERIALS)						0		79524	79524
	8403	ICC-FRAC WATER (MATERIALS)						0		9300	9300
	8708	ICC-STIMULATION SERVICES						0		1600000	1600000
	8787	ICC-FRAC WATER SERVICE/COMPLETION						0		150000	150000
	8869	ICC-RENTAL EQUIP SURFACE (COMPLETIONS)						0		181485	181485
	8870	ICC-TANK RENTAL (COMPLETION)						0		52600	52600
	8911	ICC-WATER HAULING & DISPOSAL						0		267835	267835
Special Services											
8070		IDC-TELECOMM SERVICES						19125		0	19125
8718		IDC-BHA & TUBULAR INSPECTION						25000		0	25000
8734		IDC-CASING CREWS						51000		0	51000
8742		IDC-TRUCKING & HAULING (DRILLING)						40000		0	40000
8743		IDC-WELLHEAD SERVICES (DRILLING)						12000		0	12000
8757		IDC-DIRECTIONAL EQUIPMENT SERVICES						215544		0	215544
8774		IDC-FACILITIES LABOR (DRILLING)						40000		0	40000
8783		IDC-FLUID & CUTTING DISPOSAL						100000		0	100000
8823		IDC-LIVING FACILITIES & SANITATION						24225		0	24225
8885		IDC-SLIDS CNTL EQUIP & INSTALL						86700		0	86700
8911		IDC-WATER HAULING (DRILLING)						40000		0	40000
	8299	ICC-FRAC WATER HAULING						0		300000	300000
	8703	ICC-HOT OIL UNIT/TANK HEATNG						0		45000	45000
	8718	ICC-BHA & TUBULAR INSPECTION						0		0	0
	8728	ICC-COIL TUBING & SNUBBING						0		150000	150000
	8733	ICC-CASED HOLE LOGGING SERVICES						0		14285	14285
	8734	ICC-CASING CREWS						0		48875	48875
	8735	ICC-COMPLETION RIG SERVICES						0		50600	50600
	8738	ICC-PERFORATING SERVICES						0		269600	269600
	8740	ICC-RIG MOBIL/DEMOLILZATN						0		10000	10000
	8742	ICC-TRUCKING & HAULING (COMPLETION)						0		45000	45000
	8743	ICC-WELLHEAD SERVICES (COMPLETION)						0		17750	17750
	8774	ICC- FACILITIES LABOR						0		100000	100000
	8823	ICC-LIVING FACILITIES & SANITATION						0		5662	5662
	8843	ICC-FLOWBACK SERVICE						0		126800	126800
	8868	ICC-RENTAL EQUIPMENT - DOWNHOLE						0		40000	40000
Materials											
8216		IDC-MISC MATERIALS & SUPPLIES (DRILLING)						15000		0	15000
8732		IDC-BITS						105000		0	105000
8758		IDC-DRILL FLUIDS CHEMICALS						100000		0	100000
8910		IDC-WATER						20000		0	20000

	8846	ICC-PACKERS & PLUGS		0	248016	248016
	8910	ICC-WATER		0	378557	378557
Access Location and Cleanup						
	8252	IDC-CULTURAL/PALEO - SERVICES		70000	0	70000
	8631	IDC-TRIBAL WELL FEES		100000	0	100000
	8730	IDC-ACCESS/LOC CONSTRUCTION SERVICE		80000	0	80000
	8772	IDC-ENVIRONMENTAL MITIGATION		30000	0	30000
	8791	IDC-PERMITS, SURVEYS, MAPPING		40000	0	40000
	8875	IDC-ACCESS LOCATION CONSTRUCTION MATERIALS		5000	0	5000
	8877	IDC-ROW USE AGREEMENT		25000	0	25000
	8899	IDC-DRILLING TITLE OPINION-ABSTRACT		30000	0	30000
	8240	ICC-RECLAMATION/RESEEDING - MATERIALS		0	1667	1667
	8260	ICC-RECLAMATION/RESEEDING - SERVICES		0	10000	10000
	8730	ICC-ACCESS & LOCATION (COMPLETION)		0	20000	20000
	8875	ICC-ACCESS LOCATION CONSTRUCTION MATERIALS		0	30000	30000
Contract Supervision/Contract Professional Services etc.						
	8753	IDC-CONTRACT GEOLOGY		35000	0	35000
	8790	IDC-CONTINGENCY		350000	0	350000
	8917	IDC-WELLSITE SUPERVISION (DRILLING)		267750	0	267750
	8790	ICC-CONTINGENCY		0	120000	120000
	8917	ICC-WELLSITE SUPERVISION		0	136650	136650
	8310	8410	Offset Well Intangible			
Offset Well Intangible						
Total Intangible Costs				3030220	4667624	7697844
Well Connect						
	8211	FITTINGS/PIPES/ETC-NON PROCESS RELATED		0	85000	85000
	8221	LACT CONNECTION - MATERIALS		0	833	833
	8242	ELECTRICAL/AUTOMATION MATERIALS		0	100000	100000
	8272	ELECTRICAL/AUTOMATION LABOR		0	125000	125000
	8274	HEAT TRACE LABOR		0	10000	10000
	8277	HEAT TRACE MATERIALS		0	30000	30000
	8278	WATER PUMPS		0	80000	80000
	8279	TELEMETRY RADIO/FIBER MATERIALS		0	5667	5667
	8284	AUTOMATION BUILDING		0	26667	26667
	8312	TANK BATTERY INSTALL AND CONSTRUCTION		0	115000	115000
	8396	TELEMETRY RADIO/FIBER LABOR		0	3000	3000
	8397	CONTAINMENT AND LINERS		0	10000	10000
	8730	ACCESS AND LOCATION EXPENSES		0	2500	2500
	8782	FLOW LINES/PIPELINE TIE IN		0	15000	15000
	8856	PRODUCTION EQUIPMENT		0	150000	150000
	8875	ACCESS LOCATION CONSTRUCTION MATERIALS		0	2500	2500
	8893	PRODUCTION STORAGE TANKS		0	115000	115000
	8960	ELECTRICAL-OVERHEAD POWER LABOR		0	40000	40000
	8961	ELECTRICAL-OVERHEAD POWER MATERIALS		0	40000	40000
	8967	PRODUCTION EQUIPMENT - NON CONTROLLABLE		0	25000	25000
Total Well Connect Costs				0	981167	981167
Total Cost				3271024	5843735	9114759
Working Interest						
Working Interest Owner					Decimal	Cost Share
WPX ENERGY WILLISTON LLC					0.62352374	5683269
OUTSIDE PARTIES					0.37647626	3431490
Totals					1.00000000	9114759
Approvers						
Date:	10/26/2015	Prepared By:	Therese Smith			
Date:			Jim Jackson			
Date:			Thomas Hellman			
Date:			Brian Wold			
Date:			Clay Gaspar			
Date:		Partners Approval:				
Estimated costs only - Each participating Owner to pay proportionate share of Actual Well Costs						



October 27, 2015

Via Certified Mail RRR

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks
490 North Meridian Road
Kalispell, MN 59901

WPX Energy Williston, LLC
Geoff Pool, Landman
geoff.pool@wpxenergy.com
3500 One Williams Center
P.O. Box 3102
Tulsa, OK 74101-3102
539-573-6843 (desk)
539-573-1963 (fax)

Re: North Segment 6-5-4HY Well Proposal
Sections 4, 5 and 6, T150N-R91W
McLean County, North Dakota

Gentlemen:

WPX Energy Williston, LLC, ("WPX"), f/k/a Dakota-3 E&P Company, LLC as an owner of an interest in the oil and gas leasehold estate in and under Sections 4, 5 and 6, T150N-R91W, McLean County, North Dakota, hereby submits this proposal for the drilling of the North Segment 6-5-4HY well. Sections 4, 5 and 6 together constitute the designated drilling and spacing unit for the well.

The North Segment 6-5-4HY well has been planned as a horizontal Three Forks Pool test with an approximate surface location at 1405' FNL and 534' FWL in the NW/4NW/4 of Section 6, T150N-R91W. After entering the Three Forks Pool in the SE/4NW/4 of Section 6, WPX plans to drill horizontally to the East with the terminus of the wellbore located approximately at 2626' FSL, and 250' FEL in the NE/4SE/4 of Section 4, T150N-R91W. A survey plat reflecting the above-described well location and path is attached; however the actual location of the surface hole and/or bottom hole may vary from those outlined in this proposal and reflected on the attached plat.

According to the title information now available for these sections, you own 11.697600 net mineral acres (0.620062% Working Interest) in Sections 4, 5 and 6. As set forth in the attached AFE, the estimated dry hole cost for the North Segment 6-5-4HY well is \$3,274,899 with an estimated completion cost of \$4,862,568 for a total estimated completed well cost of \$8,137,467. Please note these estimated costs are subject to change.

Each interest owner has until thirty (30) days from receipt of this proposal to elect whether to participate in the proposed well. If you wish to participate in the drilling operations for the North Segment 6-5-4HY well, please indicate your election to participate or lease your interest in the space provided below and return a copy of this letter to my attention. Please confirm your election to participate, and your support of WPX Energy Williston, LLC as operator of the related spacing unit, by signing and returning the attached AFE and returning a copy to my attention. Upon receipt of an election to participate and signed AFE, WPX will begin invoicing you as well costs are incurred. Your estimated share of the total completed well costs is \$56,541.

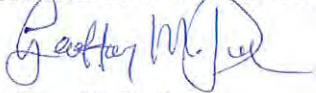
Should you elect not to participate or lease your interest(s) in the proposed operations as outlined herein, please so indicate in the space provided below, and return a copy of this letter to my attention. Please note that in the event any owner offered an opportunity to participate elects not to participate or fails to elect timely in the operations; WPX plans to impose a risk penalty as provided for by North Dakota law, pursuant to N.D.C.C. §38-08-08(3). Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for a hearing with the North Dakota Industrial Commission. Please note, if you have previously executed a Joint Operating Agreement ("JOA") covering Sections 4, 5 and 6, the terms of said JOA will supersede N.D.C.C. §38-08-08(3).

The North Segment 6-5-4HY well currently has an anticipated spud date of January 4, 2016. As such, your timeliest decision regarding participation is appreciated. If you have not previously executed a Joint Operating Agreement covering Sections 4, 5 and 6 and elect to participate in the North Segment 6-5-4HY well, and you wish to receive well data, please submit pre-payment in full for your proportionate share of costs for the attached AFE, along with a current well information data sheet. Please note the North Segment 6-5-4HY well is scheduled to be batch drilled with the North Segment 6-5-4HA, North Segment 6-5-4HB, North Segment 6-5-4HW.

Should you have any questions regarding the above provided information, please do not hesitate to contact the undersigned by phone at (539) 573-6843, or by email at geoff.pool@wpxenergy.com.

Regards,

WPX ENERGY WILLISTON, LLC



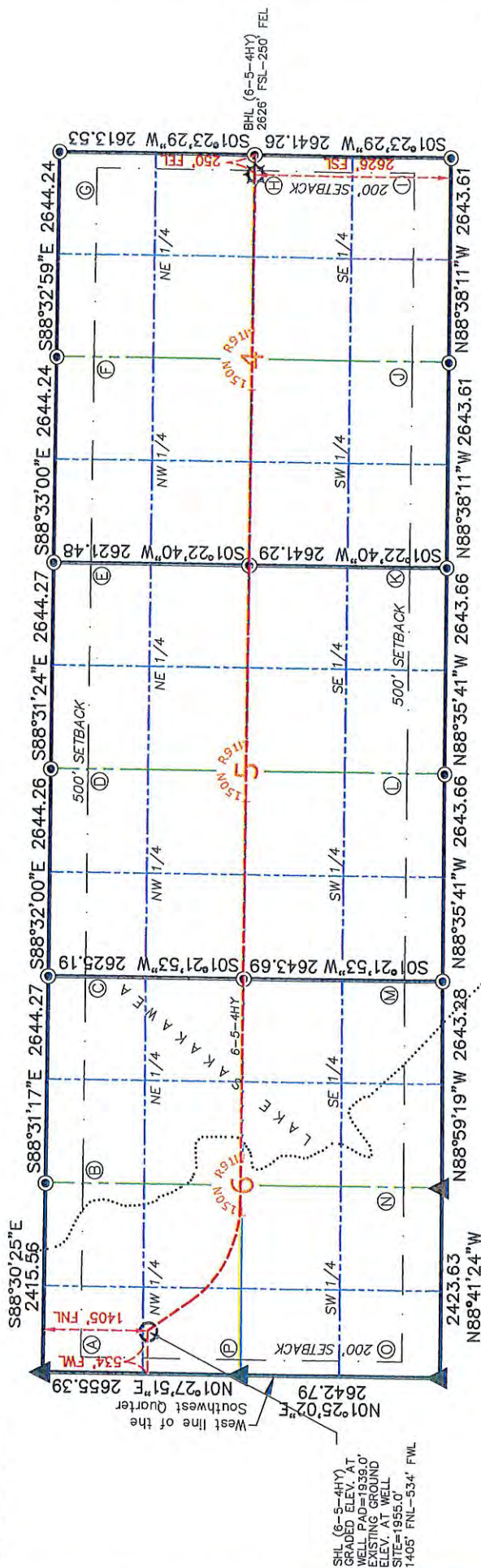
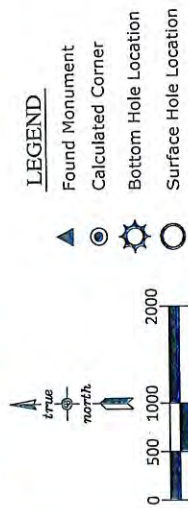
Geoffrey M. Pool
Landman, Bakken

Enclosures: (2)

Region 1, Hooked on Fishing, Montana Fish, Wildlife & Parks

- ☐ Elect to participate in the drilling & completion of the North Segment 6-5-4HY Well
- ☐ Elect not to participate in the drilling & completion of the North Segment 6-5-4HY Well
- ☐ Elect to lease your minerals in Sections 4, 5 and 6, T150N-R91W, McLean County, ND:
\$2,000.00/ac bonus; 18.00% royalty; 3 year primary term, with an agreed upon lease form (example provide herein)

By: _____
Title: _____
Date: _____
Email: _____
Phone: _____



I, Kurt M. Kisch, Professional Land Surveyor, North Dakota RLS# 4597 hereby certify that I and/or personnel under my direct supervision made a survey on the 11th day of April, 2013 for the **Surface Hole Location** and **Bottom Hole Location** of the **6-5-4HY** well pad expansion of **WPX ENERGY WILLISTON, LLC** Pad North Segment 6-5-4HY being located within the SE 1/4 of the NE 1/4, of Section 1, Township 150 North, Range 92 West, all being of the 5th P.M., McLean County, North Dakota and the **Bottom Hole Location** being located within the NE 1/4 of the SE 1/4 of Section 4, Township 150 North, Range 91 West, all being of the 5th P.M., McLean County, North Dakota.

- Notes:**
- All bearings shown hereon are based on the west line of the Southwest Quarter of Section 6, Township 150N, Range 91W, having a bearing of N01°25'02"E using GPS observations, occupying a GMI control point and having the location and elevation derived from an OPUS Solution. Bearings are referenced to the North Dakota State Plane North Zone Coordinate System.
 - Vertical Datum used is of NAVD 88.
 - The OPUS Solution control point used is located 3488.44 feet on a bearing of N89°28'20"E from the West 1/4 Corner of Section 7, Township 150N, Range 91W.
 - Distances shown hereon are ground distances using a combined scale factor of 1.000143341.

Geographic NAD 83			
Deg. Min. Decimal Seconds		Decimal Degrees	
Latitude	Longitude	Latitude	Longitude
6-5-4HY (SHL)	47°50'37.96"	102°23'00.74"	102.383539°
6-5-4HY (BHL)	47°50'25.64"	102°19'23.01"	102.323059°
		Footage	
		1405' FNL	534' FWL
		2626' FSL	250' FEL



Kurt M. Kisch
Kurt M. Kisch Registered Land Surveyor
Registration No. 4597
State of North Dakota

PAD LOCATION

THE W 1/2 OF THE NW 1/4 OF
SECTION 6, TOWNSHIP 150N, RANGE 91W,
MCLEAN COUNTY, NORTH DAKOTA

JOB NO: 3816 | DATE: 7/22/13
REVISIONS: 7/25/13, 2/20/14, 11/14/14,
11/19/14



600 South 2nd Street, Suite 105
Bismarck, ND 58504
www.carlsonmccain.com

WELL LOCATION PLAT NORTH SEGMENT 6-5-4HY ~ WPX ENERGY WILLISTON, LLC ~

3077-WPX ENERGY WILLISTON LLC AFE # (WT42664-62383045), Pending Approval											
Well Name: NORTH SEGMENT 6-5-4HY						Well#: 62383045			Field: VAN HOOK		
Location: NWNW 6-150N-91W						County: MOUNTRAIL			State: ND		
BHL: SENE SEC 4 T150N R91W						SHL: NWNW SEC 6 T150N R91W					
Formation: THREE FORKS						Total Depth: 20100.0			Days:		
Effective Date: 10/26/2015						Type Code: Development			Desc:		
Budget No: FP1117676-2015 WILLISTON OPERATED						Aries ID:			Pad Name: NORTH SEGMENT		
Operator: WPX ENERGY WILLISTON LLC						Asset Group: WILLISTON			Proj Manager: Jackson, Jim		
AFE Desc:		Drill & complete a 1st bench Three Forks well with a TMD of 25,809 feet and lateral length of 15,000 feet in 25.5 days.									
8500	8600	Tangible									
Tubular Goods											
DRL	CMP	Line Item	Feet	Size	Wt.	Grade	Conn	\$/FT	DRILL	COMP	TOTAL
8750		TDC-CONDUCTOR/DRIVE PIPE	80					125	10000	0	10000
8810		TDC-INTERMEDIATE CASING	10672	7"	32#	P-110	LTC	17.6	187827	0	187827
8889		TDC-SURFACE CASING	2000	9-5/8"	36#	N-80	LTC	15.3	30600	0	30600
	8902	TCC-TUBING & ACCESSORIES	10000	2-3/8"	4.7#	N-80	EUE 8RD	4.25	0	42500	42500
	8931	TCC-PRODUCTION LINER		4-1/2"	13.6#	P-110	LTC		0	125459	125459
Other Equipment											
8918		TDC-WELLHEAD EQUIPMENT (DRILLING)						15000		0	15000
	8918	TCC-WELLHEAD EQUIPMENT (COMPLETION)						0	26985		26985
8510	8610	Offset Well Tangible									
Offset Well - Tangible									243427	194944	438371
Total Tangible Costs											
8300	8400	Intangible									
Drilling Costs											
DRL	CMP	Line Item							DRILL	COMP	TOTAL
8212		IDC-LUBRICANT AND FUEL EXPENSES						220500		0	220500
8740		IDC-RIG MOB/DEMOLIZATION						82500		0	82500
8760		IDC-RIG DAYWORK (DRILLING RIG)						446250		0	446250
8862		IDC-RAT/MOUSE HOLE						8000		0	8000
8868		IDC- RENTAL EQUIP DOWNHOLE (DRILLING)						38250		0	38250
8869		IDC-RENTAL EQUIPMENT SURFACE (DRILLING)						267750		0	267750
Cementing											
8400		IDC-SURFACE CEMENTING MATERIALS						7393		0	7393
8781		IDC-CENTRALIZERS & FLOAT EQUIP						5000		0	5000
8811		IDC=INTERMEDIATE CEMENTING - MATERIAL						15733		0	15733
8891		IDC-SURFACE CEMENTING SERVICE						5000		0	5000
8949		IDC-INTERMEDIATE CEMENTING - SERVICES						7500		0	7500
	8781	ICC-CENTRALIZERS & FLOAT EQUIP						0		13451	13451
	8857	ICC-PRODUCTION CASING CEMENTING						0		29967	29967
Formation Treatment											
	8212	ICC-LUBRICANT AND FUEL EXPENSES						0		115000	115000
	8402	ICC-STIMULATION MATERIALS (MATERIALS)						0		79524	79524
	8403	ICC-FRAC WATER (MATERIALS)						0		9300	9300
	8708	ICC-STIMULATION SERVICES						0		1600000	1600000
	8787	ICC-FRAC WATER SERVICE/COMPLETION						0		150000	150000
	8869	ICC-RENTAL EQUIP SURFACE (COMPLETIONS)						0		181485	181485
	8870	ICC-TANK RENTAL (COMPLETION)						0		52600	52600
	8911	ICC-WATER HAULING & DISPOSAL						0		267835	267835
Special Services											
8070		IDC-TELECOMM SERVICES						19125		0	19125
8718		IDC-BHA & TUBULAR INSPECTION						25000		0	25000
8734		IDC-CASING CREWS						51000		0	51000
8742		IDC-TRUCKING & HAULING (DRILLING)						40000		0	40000
8743		IDC-WELLHEAD SERVICES (DRILLING)						12000		0	12000
8757		IDC-DIRECTIONAL EQUIPMENT SERVICES						216796		0	216796
8774		IDC-FACILITIES LABOR (DRILLING)						40000		0	40000
8783		IDC-FLUID & CUTTING DISPOSAL						100000		0	100000
8823		IDC-LIVING FACILITIES & SANITATION						24225		0	24225
8885		IDC-SLIDS CNTL EQUIP & INSTALL						86700		0	86700
8911		IDC-WATER HAULING (DRILLING)						40000		0	40000
	8299	ICC-FRAC WATER HAULING						0		300000	300000
	8703	ICC-HOT OIL UNIT/TANK HEATNG						0		45000	45000
	8718	ICC-BHA & TUBULAR INSPECTION						0		0	0
	8728	ICC-COIL TUBING & SNUBBING						0		150000	150000
	8733	ICC-CASED HOLE LOGGING SERVICES						0		14285	14285
	8734	ICC-CASING CREWS						0		48875	48875
	8735	ICC-COMPLETION RIG SERVICES						0		50600	50600
	8738	ICC-PERFORATING SERVICES						0		269600	269600
	8740	ICC-RIG MOBIL/DEMOLILZATN						0		10000	10000
	8742	ICC-TRUCKING & HAULING (COMPLETION)						0		45000	45000
	8743	ICC-WELLHEAD SERVICES (COMPLETION)						0		17750	17750
	8774	ICC- FACILITIES LABOR						0		100000	100000
	8823	ICC-LIVING FACILITIES & SANITATION						0		5662	5662
	8843	ICC-FLOWBACK SERVICE						0		126800	126800
	8868	ICC-RENTAL EQUIPMENT - DOWNHOLE						0		40000	40000
Materials											
8216		IDC-MISC MATERIALS & SUPPLIES (DRILLING)						15000		0	15000
8732		IDC-BITS						105000		0	105000
8758		IDC-DRILL FLUIDS CHEMICALS						100000		0	100000
8910		IDC-WATER						20000		0	20000

	8846	ICC-PACKERS & PLUGS		0	248016	248016
	8910	ICC-WATER		0	378557	378557
Access Location and Cleanup						
8252		IDC-CULTURAL/PALEO - SERVICES		70000	0	70000
8631		IDC-TRIBAL WELL FEES		100000	0	100000
8730		IDC-ACCESS/LOC CONSTRUCTION SERVICE		80000	0	30000
8772		IDC-ENVIRONMENTAL MITIGATION		30000	0	30000
8791		IDC-PERMITS, SURVEYS, MAPPING		40000	0	40000
8875		IDC-ACCESS LOCATION CONSTRUCTION MATERIALS		5000	0	5000
8877		IDC-ROW USE AGREEMENT		25000	0	25000
8899		IDC-DRILLING TITLE OPINION-ABSTRACT		30000	0	30000
	8240	ICC-RECLAMATION/RESEEDING - MATERIALS		0	1667	1667
	8260	ICC-RECLAMATION/RESEEDING - SERVICES		0	10000	10000
	8730	ICC-ACCESS & LOCATION (COMPLETION)		0	20000	20000
	8875	ICC-ACCESS LOCATION CONSTRUCTION MATERIALS		0	30000	30000
Contract Supervision/Contract Professional Services etc.						
8753		IDC-CONTRACT GEOLOGY		35000	0	35000
8790		IDC-CONTINGENCY		350000	0	350000
8917		IDC-WELLSITE SUPERVISION (DRILLING)		267750	0	267750
	8790	ICC-CONTINGENCY		0	120000	120000
	8917	ICC-WELLSITE SUPERVISION		0	136650	136650
8310	8410	Offset Well Intangible				
Offset Well Intangible				3031472	4667624	7699096
Total Intangible Costs						
Well Connect						
	8211	FITTINGS/PIPES/ETC-NON PROCESS RELATED		0	85000	85000
	8221	LACT CONNECTION - MATERIALS		0	833	833
	8242	ELECTRICAL/AUTOMATION MATERIALS		0	100000	100000
	8272	ELECTRICAL/AUTOMATION LABOR		0	125000	125000
	8274	HEAT TRACE LABOR		0	10000	10000
	8277	HEAT TRACE MATERIALS		0	30000	30000
	8278	WATER PUMPS		0	80000	80000
	8279	TELEMETRY RADIO/FIBER MATERIALS		0	5667	5667
	8284	AUTOMATION BUILDING		0	26667	26667
	8312	TANK BATTERY INSTALL AND CONSTRUCTION		0	115000	115000
	8396	TELEMETRY RADIO/FIBER LABOR		0	3000	3000
	8397	CONTAINMENT AND LINERS		0	10000	10000
	8730	ACCESS AND LOCATION EXPENSES		0	2500	2500
	8782	FLOW LINES/PIPELINE TIE IN		0	15000	15000
	8856	PRODUCTION EQUIPMENT		0	150000	150000
	8875	ACCESS LOCATION CONSTRUCTION MATERIALS		0	2500	2500
	8893	PRODUCTION STORAGE TANKS		0	115000	115000
	8960	ELECTRICAL-OVERHEAD POWER LABOR		0	40000	40000
	8961	ELECTRICAL-OVERHEAD POWER MATERIALS		0	40000	40000
	8967	PRODUCTION EQUIPMENT - NON CONTROLLABLE		0	25000	25000
Total Well Connect Costs				0	981167	981167
Total Cost				3274899	5843735	9118634
Working Interest						
Working Interest Owner					Decimal	Cost Share
WPX ENERGY WILLISTON LLC					0.62352374	5685685
OUTSIDE PARTIES					0.37647626	3432949
Totals					1.00000000	9118634
Approvers						
Date:	10/26/2015	Prepared By:	Therese Smith			
Date:			Jim Jackson			
Date:			Thomas Hellman			
Date:			Brian Wold			
Date:			Clay Gaspar			
Date:		Partners Approval:				
Estimated costs only - Each participating Owner to pay proportionate share of Actual Well Costs						